Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (currently amended) A semiconductor device comprising:

a first semiconductor chip with elements formed over a first semiconductor substrate;

a second semiconductor chip with elements formed over a second semiconductor substrate;

a wiring substrate including a main surface and a back surface ~~on the side~~ opposite to the main surface,

the second semiconductor chip being mounted over the main surface of the wiring substrate, and

the first semiconductor chip being stacked over the second semiconductor chip; and

an electrode of a fixed potential disposed over a surface of the first semiconductor chip on the side ~~opposed to~~ thereof which faces the second semiconductor chip,

wherein the electrode of ~~the~~ a fixed potential is electrically connected to the semiconductor substrate of the first semiconductor chip and to the wiring substrate.

2. (previously presented) A semiconductor device according to claim 1, wherein the second semiconductor chip is flip-connected to the wiring substrate.

3. (currently amended) A semiconductor device according to claim 2, wherein ~~the~~ another electrode of ~~the~~ a fixed potential is disposed over a surface of the second semiconductor chip on the side thereof which faces ~~opposite to~~ the first semiconductor chip.

4. (currently amended) A semiconductor device according to claim 3, wherein the other electrode of ~~the~~ a fixed potential and the wiring substrate are connected with each other through an electrically conductive wire.

5. (currently amended) A semiconductor device according to claim [[4]] 3, wherein the second semiconductor chip includes a projecting portion projecting beyond an edge of ~~from~~ the first semiconductor chip in a direction parallel to the main surface of the wiring substrate, the other electrode of ~~the~~ a fixed potential is disposed ~~over~~ on the projecting portion of the second semiconductor chip, and the electrode of ~~the~~ a fixed potential disposed on ~~over~~ the projecting portion and the wiring substrate are connected with each other through ~~the~~ an electrically conductive wire.

6. (currently amended) A semiconductor device according to claim 3, wherein a gold plating film is formed over a surface of the electrode of ~~the~~ a fixed potential.

7. (previously presented) A semiconductor device according to claim 4, wherein the electrically conductive wire is a gold wire.

8. (currently amended) A semiconductor device according to claim 1, further comprising:

an amplifier circuit for amplifying an input signal in ~~threes~~ three stages, of which first-stage and second-stage amplifier circuits are incorporated in the first semiconductor chip and a third-stage amplifier circuit is incorporated in the second semiconductor chip.

9. (currently amended) A semiconductor device according to claim 1, wherein the ratio in projected area of each of main surfaces of the first and second semiconductor chips relative to the main surface of the wiring substrate is in the range of 0.9 to 1.1.

10. (currently amended) A semiconductor device comprising:

a first semiconductor chip with elements formed over a first semiconductor substrate;

a second semiconductor chip with elements formed over a second semiconductor substrate;

a wiring substrate including a main surface and a back surface ~~on the side~~ opposite to the main surface,

the second ~~conductor~~ semiconductor chip being mounted face up over the main surface of the wiring substrate, and

the first semiconductor chip being stacked over the second semiconductor chip; and

an electrode of a fixed potential disposed over a surface of the first semiconductor chip on the side opposed to the second semiconductor chip,

wherein the electrode of ~~the~~ a fixed potential is electrically connected to the semiconductor substrate of the first semiconductor chip and to the wiring substrate.

11. (previously presented) A semiconductor device according to claim 10, wherein the second semiconductor chip and the wiring substrate are connected with each other through an electrically conductive wire.

12. (previously presented) A semiconductor device according to claim 10, wherein a spacer is disposed between the first and second semiconductor chips.

13. (currently amended) A semiconductor device according to claim 12, wherein the electrode of ~~the~~ a fixed potential is disposed over the spacer on the side thereof opposed to the first semiconductor chip.